

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION

In re:)	Chapter 11
)	
ORIUS CORP., et al.)	Case No. 05-63876
)	[Jointly Administered Cases]
)	
Debtors.)	Honorable Judge Bruce W. Black

**STIPULATION AND AGREED ORDER EXTENDING CERTAIN DEADLINE IN
THE FINAL ORDER AUTHORIZING USE OF CASH COLLATERAL
AND ADEQUATE PROTECTION**

Orius Corp. and the other jointly administered debtors in these cases, as debtors and debtors in possession (collectively, the "Debtors"), the Official Committee of Unsecured Creditors (the "Committee"), and Deutsche Bank Trust Company Americas, as agent (the "Agent") for the lenders (the "Lenders") (the Debtors, the Committee, and the Lenders, collectively, the "Parties") hereby stipulate and agree as follows:

**I.
RECITALS**

A. On December 12, 2005, each of the Debtors filed its respective voluntary petition for relief under Chapter 11 of Title 11 of the United States Code, 11 U.S.C. §§ 101-1532 (as amended, the "Bankruptcy Code") with the United States Bankruptcy Court for the Northern District of Illinois (the "Court"), commencing the above-captioned Chapter 11 cases. The Debtors continue to operate their business and manage their properties as debtors-in-possession pursuant to Sections 1107(c) and 1108 of the Bankruptcy Code.

B. On December 21, 2005, the Office of the United States Trustee appointed the Committee pursuant to section 1102 of the Bankruptcy Code.

C. On January 10, 2006, the Court entered the Final Order Authorizing Use of Cash Collateral and Adequate Protection (the "Final Cash Collateral Order"). Under the terms of the Final Cash Collateral Order, February 21, 2006 is the deadline by which any objections to allowance of the Master Proof of Claim,¹ complaints to determine the validity, priority and extent of the security interests and liens of the Agent and the Lenders in and against the Prepetition Collateral, or motions or complaints to avoid or subordinate the security interests and liens of the Agent in and against the Prepetition Collateral must be filed. Absent any such filings on or before February 21, 2006, the secured claim of the Agent and the Lenders as reflected in the Master Proof of Claim shall be finally allowed as of such date.

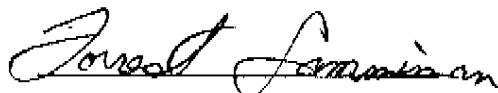
D. The Parties have agreed to extend the February 21, 2006 deadline described in paragraph C of this Stipulation.

WHEREFORE, THE PARTIES AGREE AND STIPULATE THAT:

1. March 21, 2006 shall be the deadline by which any objections to allowance of the Master Proof of Claim, complaints to determine the validity, priority and extent of the security interests and liens of the Agent and the Lenders in and against the Prepetition Collateral, or motions or complaints to avoid or subordinate the security interests and liens of the Agent in and against the Prepetition Collateral must be filed. Absent any such filings on or before March 21, 2006, the secured claim of the Agent and the Lenders as reflected in the Master Proof of Claim shall be finally allowed as of such date.

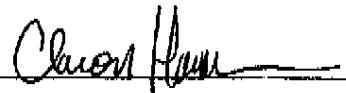
¹ Capitalized terms used and not defined herein shall have the meanings set forth in the Final Cash Collateral Order.

ORIUS CORP. AND ITS
AFFILIATED DEBTORS



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SO ORDERED this 16 day of Feb, 2006

Bruce W. Black Jr.
United States Bankruptcy Judge